

**BLOCK 4 LLC  
PROFFER STATEMENT  
DPA 85-C-088-8  
PCA 85-C-088-10**

**September 22, 2015**

Pursuant to Section 15.2-2303 (A) of the Code of Virginia (1950, as amended) and Sect. 18-204 of the Zoning Ordinance of Fairfax County (1978, as amended) (the “Zoning Ordinance”), the property owner and applicant, for itself and its successors and assigns (collectively, the “Applicant”), in this Proffered Condition Amendment (“PCA”) and Development Plan Amendment (“DPA”) proffer that the development of the parcel under consideration and shown on the Fairfax County Tax Map as 17-1 ((16)) 1A (the “Property”) shall be in accordance with the following conditions (“Proffers”) if, and only if, DPA 85-C-088-8 and PCA 85-C-088-10 (collectively, the “Application”) are granted. The Applicant reconfirms its commitment to the proffers associated with RZ 85-C-088, as amended, PCA 85-C-088-9, and DPA 85-C-088-7 (the “Existing Proffers”), except as modified herein. These Proffers, if accepted, amend and supplement only those Existing Proffers referenced below. In the event this Application is denied, these Proffers will immediately be null and void and of no further force and effect, and the Existing Proffers shall remain in effect.

**AMENDMENT OF EXISTING PROFFERS**

**C. DEVELOPMENT PLAN FOR RZ 85-C-088**

1. The Property is located within the Town Center Core Area and shall be developed in substantial conformance with the Development Plan Amendment (“Development Plan”) dated May 29, 2015, and revised through September 22, 2015, prepared by Urban, Ltd., and consisting of 45 sheets, of which sheets 5, 8, 9, 10, and 10A are described below.

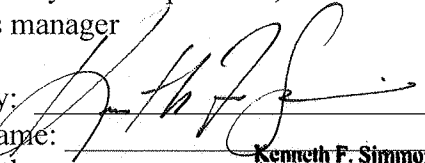
- a. Development Plan Amendment for the Property. Sheet 5 of the Development Plan shows the generalized location of the various buildings in the Town Center Core Area; their proposed uses, proposed building heights; and provides an overview of the interrelationship of all the components.
- b. Master Plan. Sheet 8 of the Development Plan shows the generalized location of the various buildings in the Town Center Core Area and their proposed uses and provides an overview of the interrelationship of all the components.
- c. Overall Landscape Plan. Sheet 9 of the Development Plan shows the location of the urban parks, the continuity of the urban streetscapes throughout the Urban Core and the increased intensity of landscaping proposed for the highly pedestrian “Market Street.”

- d. Right-of-Way/Traffic Circulation Plan. Sheet 10 of the Development Plan shows the urban grid street pattern that will differentiate the Urban Core from the rest of Reston with its meandering streets.
- e. Pedestrian Circulation/Parking Garage Entrance-Exit Plan. Sheet 10A of the Development Plan shows primary and secondary circulation patterns, the pedestrian linkages to the surrounding area and the circulation from the parking structures to the buildings. It also shows the proposed entrances and exits from the parking structures.

[Signature pages follow]

**BLOCK 4 LLC,**  
a Delaware limited liability company

By: BP/DC Properties, Inc.,  
a Maryland corporation,  
its manager

By:   
Name: Kenneth F. Simmons  
Title: Senior Vice President - Development